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    UNITED STATES BANKRUPTCY COURT
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    SOUTHERN DISTRICT OF NEW YORK
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    In the Matter of:
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    RUDOLPH W. GIULIANI,
                                        Main Case No.
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                                              23-12055-shl
             Debtor.
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                  United States Bankruptcy Court
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                  One Bowling Green
                  New York, New York
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                  July 3, 2024
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                  10:08 AM
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    B E F O R E:
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    HON. SEAN H. LANE
    U.S. BANKRUPTCY JUDGE
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    ECRO: ELECTRONIC RECORDING
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    Status Conference Re: Doc. #277 Debtor's Motion To Convert
    Chapter 11 Case To Chapter 7
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    Transcribed by: River Wolfe
20
21
    eScribers, LLC
    7227 North 16th Street, Suite #207
22
23
    Phoenix, AZ 85020
24
    (800) 257-0885
25
    operations@escribers.net
```

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1
 2
    A P P E A R A N C E S (All present by video or telephone):
 3
    BERGER, FISCHOFF, SHUMER, WEXLER & GOODMAN, LLP
          Attorneys for Debtor
 4
 5
           6901 Jericho Turnpike
6
           Suite 230
7
           Syosset, NY 11791
8
9
    BY:
          HEATH S. BERGER, ESQ.
10
          GARY C. FISCHOFF, ESQ.
11
12
13
    Kenneth Caruso Law LLC
          Attorneys for Debtor
14
15
          15 West 72nd Street
          New York, NY 10023
16
17
18
    BY:
          KENNETH A. CARUSO, ESQ.
19
20
21
22
23
24
25
```

```
4
1
 2
    WILLKIE FARR & GALLAGHER LLP
 3
          Attorneys for Ruby Freeman and Wandrea ArShaye Moss
          787 Seventh Avenue
 4
 5
          New York, NY 10019
 6
          JAMES BURBAGE, ESQ.
7
    BY:
8
          MARINE LOISON, ESQ.
9
          AARON E. NATHAN, ESQ.
          RACHEL C. STRICKLAND, ESQ.
10
11
12
13
    AKIN GUMP STRAUSS HAUER & FELD LLP
          Attorneys for Official Committee of Unsecured Creditors
14
15
          2300 North Field Street
          Suite 1800
16
17
          Dallas, TX 75201
18
19
    BY:
         RACHEL L. BIBLO BLOCK, ESQ.
20
21
22
23
24
25
```

```
5
1
 2
    AKIN GUMP STRAUSS HAUER & FELD LLP
 3
          Attorneys for Official Committee of Unsecured Creditors
          One Bryant Park
 4
 5
          New York, NY 10036
6
7
    BY:
          PHILIP C. DUBLIN, ESQ.
8
          SHANT K. EULMESSEKIAN, ESQ.
9
          ABID QURESHI, ESQ.
10
11
12
    U.S. DEPARTMENT OF JUSTICE
13
          Attorneys for Office of the U.S. Trustee
          One Bowling Green
14
15
          New York, NY 10004
16
17
    BY: ANDREA BETH SCHWARTZ, ESQ.
18
19
20
21
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 2
    OFFICE OF THE NYS ATTORNEY GENERAL
 3
           Attorneys for NYS Department of Taxation and Finance
           28 Liberty Street
 4
 5
          New York, NY 10005
6
7
    BY: LEO V. GAGION, ESQ.
8
          ENID NAGLER STUART, ESQ.
9
10
    CAIN & SKARNULIS PLLC
11
12
          Attorneys for Dr. Eric Coomer
13
          303 Colorado Street
          Suite 2850
14
15
          Austin, TX 78701
16
17
    BY: CHARLIE J. CAIN, ESQ.
18
          RYAN E. CHAPPLE, ESQ.
19
          BRAD KLOEWER, ESQ.
20
21
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1
 2
    BUCHALTER, A PROFESSIONAL CORPORATION
 3
          Attorneys for US Dominion, Inc.
          1000 Wilshire Boulevard
 4
 5
          Suite 1500
6
          Los Angeles, CA 90017
7
8
    BY: JOEL G. SAMUELS, ESQ.
9
10
    WINSTON & STRAWN LLP
11
12
          Attorneys for Interested Party
13
          1901 L Street, Northwest
          Washington, DC 20036
14
15
16
    BY: KENNETH L. PERKINS, ESQ.
17
18
19
20
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    ALSO PRESENT:
 3
          RICK ARCHER, Law360
          DAVID COLLINS, Associated Press
 4
 5
          NOELLE DUNPHY
 6
          CLARA ELLEN GEOGHEGAN, Law360
7
          TAYLOR HARRISON, ION Group
          ELLA LEE, The Hill
8
9
          RANDI LOVE, Bloomberg
10
          MATTHEW NAHAM, Law&Crime Network
           ZACHARY SCHONFELD, The Hill
11
12
           EILEEN SULLIVAN, New York Times
13
          MICHAEL TOMBACK, Reorg
14
          ALEX WITTENBERG, Law360
15
          BECKY YERAK, Wall Street Journal
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PROCEEDINGS

THE COURT: Good morning. This is Judge Sean Lane in the United States Bankruptcy Court for the Southern District of New York, and we're here for the Chapter 11 case, Rudolph Giuliani.

So let me level set here a bit for what is a status conference. This conference was scheduled at the Court's request yesterday, and I appreciate folks making themselves available. I know there's a holiday weekend. And so I appreciate you making the time today.

The reason for the scheduling of the status conference is in recent hearings, we've had a hearing on the official committee's request to appoint a Chapter 11 trustee. We have matters coming up in the not-too-distant future that deal with request to extend exclusivity. And in the wake of all that, I couldn't also help but notice that there was a document filed the other day by the debtor that was a request to convert the case to Chapter 7.

And since inefficiency is expensive and it doesn't help anyone and confusion is not very beneficial to anyone, I thought it was best to at least touch base with the parties to figure out if there's any -- whether a conversation about the status of the case could be productive and helpful in terms of understanding where we are, where we're going, what we're doing, and what we're not doing. I have no desire to spend

	10
1	your time and money trying to do things just in case. So
2	that's a long way of introduction again.
3	Let me get appearances, so starting with the debtor.
4	MR. FISCHOFF: Good morning, Judge. Berger, Fischoff,
5	Shumer, Wexler & Goodman by Gary Fischoff. And Mr. Berger is
6	also on for the Debtor.
7	MR. BERGER: Good morning, Your Honor. Heath Berger,
8	Berger, Fischoff, Shumer, attorney for the debtor.
9	THE COURT: All right. Good morning to you both.
10	And on behalf of the official committee of unsecured
11	creditors.
12	MR. DUBLIN: Good morning, Your Honor. Phil Dublin,
13	Akin Gump Strauss Hauer & Feld, on behalf of the committee.
14	And with me are Abed Qureshi and Rachel Biblo Block.
15	THE COURT: All right. Good morning.
16	And on behalf of the parties we've been referring to
17	as the Freeman plaintiffs.
18	MS. STRICKLAND: Good morning, Your Honor. Rachel
19	Strickland, Willkie Farr & Gallagher.
20	THE COURT: All right. Good morning.
21	And on behalf of the United States Trustee's office.
22	MS. SCHWARTZ: Good morning, Your Honor. Andrea
23	Schwartz for the United States Trustee.
24	THE COURT: All right. Good morning.
25	I know there are a lot of other folks on the Zoom, but

many of them are just listen only. So let me find out if there's anyone else who needs to make an appearance at this time who's not yet done so.

All right. All is quiet.

So given that the filing that precipitated the status conference was made by the debtor, I thought it made sense to hear from debtor's counsel first to get a sense of where they see the case going and what the significance is of the recent filing that I noticed was signed by the debtor himself.

MR. FISCHOFF: Yes, Judge. Gary Fischoff for the debtor. So I think the application by the debtor for conversion to a Chapter 7 speaks for itself. Where all the other pending matters go, I think, would have -- I mean, some of them may have to wait for the appointment of a Chapter 7 trustee, which I'm sure, upon conversion, the Office of U.S. Trustee will promptly attend to.

But there is a motion objecting to the dischargeability of the Freeman debt that perhaps is unaffected by the conversion. Even a Chapter 7 or 11, that's a determination. That's not, I believe, part of the trustee's marshaling and liquidation of assets.

The motion for the extension of time to exclusivity would obviously be mooted by the conversion of the case.

There's a discovery motion outstanding, and perhaps that would be adjourned for the trustee to step in and

determine how they want to handle it, or he or she wants to handle it. And because obviously, the debtor still has an obligation to provide financial disclosure, whether it's to a creditors committee or to a trustee. So that's ultimately is not going to change, but the exact method of getting there might change.

And I think that -- oh, and there's also a motion to allow the debtor to perfect the pending appeal, which is on for July. And I think for now, that could be left alone to give the trustee an opportunity to get involved in the case and determine how he or she may want to handle that motion.

So I think that sums up all of the outstanding issues, some of which would go away upon conversion, and some, only the future will tell, I guess.

THE COURT: All right. Thank you very much.

And so let me circle the virtual room, starting with the committee.

MR. DUBLIN: Again, for the record, Your Honor. Phil Dublin, Akin Gump Strauss Hauer & Feld, for the committee.

Your Honor, I think Mr. Fischoff is jumping the gun a little bit in assuming that we are actually going to have a situation where this case is converted to Chapter 7. But today is not the hearing on the application to convert, which Your Honor rightfully notes was signed by the debtor and not by his counsel.

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The motion hasn't even been -- or the application hasn't even been noticed yet. We have a right. All parties have a right under Bankruptcy Rule 2002(a)(4) for notice in a hearing with respect to the application. And we don't believe that this debtor has an absolute right to convert his case to Chapter 7. And precedent in this district agrees with us.

Your Honor, the facts of the case are well known to you. Our view is we do not have a good faith debtor. He has misbehaved every step of the way, as was detailed in our trustee motion and as we discussed at the hearing on the motion, which is currently with Your Honor for awaiting ruling. I don't really need to get into those issues today, but the UCC has not had a sufficient time to formulate a position with respect to the request. I anticipate --

THE COURT: Let me just -- let me just interrupt you there. I recognize in scheduling today's status conference that that is certainly understandable. So in that sense, I apologize for jumping the gun. I'm not trying to put anybody on the spot. At the same time, my thought was, at least we can get some clarity as to what to do about some things so you don't all spend time spending time and money on some things that are not necessary. But go ahead. I just wanted to make -- I'm not expecting you to have a view today of something that was just filed so --

MR. DUBLIN: I appreciate that, Your Honor. And I'm

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going to get to how we believe we should deal with the calendar as it relates to the 10th.

I do want to note that I do not expect the committee will acquiesce to the application. I think that, subject to further discussions with the committee, we are going to come out and likely request that the Court rule on the trustee motion before considering the application or on the alternative, dismiss the Chapter 11 cases. We think, again, that the debtor here has been trying to gain the system. He has not complied with court orders. He has not complied with our discovery. He has not complied with the Bankruptcy Rules. All things that we covered previously in our trustee motion and other pleadings.

What his true motivation is we don't really know. I'm sure he's grown tired of this committee. And he's trying to get us disbanded by converting his case to Chapter 7. He could be hoping that a Chapter 7 trustee will be less difficult than we have been to date and make things easier for him. It could be he's trying to get access to revenue that he generates on a post-petition basis, which if you're Chapter 7 situation, as opposed to Chapter 11, would be outside the estate.

We don't believe he will be successful. A Chapter 7 trustee undoubtedly will look to monetize the debtor's assets very quickly. And the Chapter 7 trustee would take control of the debtors wholly owned "alter ego" businesses and be entitled

to control those entities and be entitled to all the revenue from those entities. So even if the debtor thought he was going to get access to that revenue, that would not be the case.

Your Honor, again, as I noted, we do want to have an opportunity to reply to the application and then advise Your Honor as to whether we believe it's more appropriate to rule on the trustee motion or more likely to explore potentially dismiss the Chapter 11 cases. Again, I don't think conversion to Chapter 7 is something that we are going to sit idly by and allow to happen.

With respect to the other matters that are on for hearing on the 10th, we think it probably makes sense to adjourn them all by at least a week initially, subject to Your Honor's calendar and the availability of the parties, pending what happens on the 10th. What we would like to do would be to respond to the application, actually have it noticed for the 10th, file a reply that, again, I anticipate would include a request to dismiss if a Chapter 11 trustee is not appointed in advance of a hearing on the application, and then treat the response that contemplates potential dismissal as a motion to dismiss to be heard on the same date.

We would have no issue with the debtor replying verbally at the hearing or orally at the hearing on the 10th.

But given the holiday weekend and the timing of the filing the

16 application, we would request an opportunity to file our 1 2 response on July 8th. 3 THE COURT: All right. Thank you very much. 4 Ms. Strickland, I believe it's to you. 5 MS. STRICKLAND: Thank you, Your Honor. For the 6 record, Rachel Strickland, Willkie Farr & Gallagher, on behalf 7 of the Freeman plaintiffs. For the last six months, my clients and the committee 8 9 have been sounding alarm bells about Mr. Giuliani's problematic conduct, including his underhanded litigation tactics. Pre-10 petition, he refused to comply with discovery requests and 11 court orders. Post-petition, he continued to ignore court 12 orders. And then the unsecured creditors committee launched 13 2004 discovery against Mr. Giuliani and his nondebtor entities. 14 15 This is right out of the playbook of Mr. Giuliani. He's barely participated in the process. Now, he's facing a 16 motion to compel discovery. So conveniently, now is the time 17 18 he files an application to convert to a Chapter 7. These are 19 just games. I share Mr. Dublin's view. 20 He knows that the motion to appoint the trustee is 21 pending. And he also knows that when that would be granted, which is a strong presumption, that he would be foreclosed from 22 23 seeking this relief under 1112(a). He, I believe, is banking 24 on the chance that converting the case will dissolve the

committee and sideline Akin's investigation for the foreseeable

25

future.

So we too are wholly against it and do not believe this is something that the debtor can do as a matter of right. They cannot possibly explain how they went from moving for an extension of exclusivity and arguing that a trustee should not be appointed to now arguing for conversion to a Chapter 7. That is a super about face and really demonstrates, yet again, incredible bad faith.

Your Honor has asked us all before to think about where do we go from here. I agree with Mr. Dublin.

Procedurally, he needs to notice the application. We too are comfortable with that being heard on the 10th and are prepared to reply by the 8th or whatever date Your Honor sets.

Heads up, we are going to be asking for dismissal of these cases. We think that the conversion request just underscores his bad faith approach and don't think that this is a party that should be allowed to exploit the bankruptcy process any longer. We are very reluctant, I would say, to delay the other matters that are scheduled for July 10, since Mr. Giuliani is clearly employing a litigation delay tactic. That said, we don't really want to scramble around drafting things and arguing things that may very well be moot if the case is thrown out.

So what we would ask for, similar to Mr. Dublin's request, is that there be an adjournment, but a short one. We

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are not looking to hit the pause button on these cases, so subject to the Court's availability. We're prepared to put it off a week, but obviously subject to Your Honor's schedule. We really don't want to backburner any of these items at all, assuming the case is still pending.

So we would ask that we put things to the back burner, and that includes also the objection to the motion to deal with the list stay. I think it's their eighteenth request. I'm being slightly facetious. But we've had a lot of them, and none of the underlying facts have changed. So the objections to that are due July 15th. That one probably makes sense to truly put on the back burner, since not one thing has happened differently since the seven weeks has passed that Your Honor denied it the last time.

So again, just so there's no surprises, we are going to be asking for dismissal. And we'll put that in our reply, and they can argue it however they want. They can put in two paragraphs, as they are fond of doing, or they can submit a Post-it note or just argue from the podium. But we think that this case speaks for itself and so would echo most of the requests in terms of how we move forward that the committee has made.

THE COURT: All right. Thank you very much.

And the United States Trustee's office.

MS. SCHWARTZ: Thank you, Your Honor. Andrea Schwartz

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for the United States Trustee. Your Honor, we have no objection to the debtor's motion to convert. In fact, we support it. However, if the Court determines that it's in the best interest of the creditors and the estate to keep the case in 11 and appoint a trustee, we would be fine with that as well. We definitely think that a trustee should be appointed.

THE COURT: All right. Thank you very much.

So let me send it back to Mr. Fischoff to primarily on the matter of scheduling and what goes first, second, and third. And again, just to be clear where I am, I agree that we need to figure out a sequence for these things unless everybody spends all their time doing everything all at once. So there are several decisions that one could write an opinion on in the not-too-distant future, whether it's a decision to convert the case, whether it's a decision to appoint a Chapter 11 trustee, whether it's a decision on nondischargeability, or whether it's a decision on discovery. And so I don't know that that's a great outcome to live in that kind of a Schrodinger's Cat universe.

So Mr. Fischoff, your thoughts?

MR. FISCHOFF: Well, on scheduling -- well, first of all, I believe the debtor has an absolute right to convert, and an order and application was the appropriate process. That being said, we're okay with the Court having a hearing on the debtor's application on the 10th and those parties that want to

file opposition file by the 8th. There is a date in July 20th or 22nd, I'm not sure, where there's already a motion. So I would suggest everything else be moved to that date in the interim, and what happens on the 10th will obviously be determinative of what goes forth on that adjourned date. So I think that would make the most sense at this point.

THE COURT: All right. So if I'm understanding this correctly, the motion to extend exclusivity would be pushed off. We could talk about further scheduling if necessary on that motion. But again, the menu of options appear to be Chapter 11 trustee or Chapter 7 or dismissal, and so I have a hard time imagining that this particular exclusivity motion will ever be something that needs to be decided or heard, frankly.

For the lift stay, we're in a similar situation in that if we're talking about a Chapter 7 trustee or a Chapter 11 trustee, they are going to want and should have a right to weigh in on that. And if there's dismissal, there's no reason to hear that motion.

Nondischargeability is more likely to be heard just because it will have to be heard if the case stays in bankruptcy, which seems to be the request of the debtor and certainly among the requests of the other parties in terms of going ahead with the Chapter 11 trustee.

So my thought would be to move everything to the 22nd

for now, but we can talk about further scheduling on the 10th.

I would anticipate we would do that after hearing the motion

that the debtor has asked to be heard. So it needs to be

calendared for that date with a notice sent out that

contemplates any opposition papers or responsive papers to be

filed on the 8th. And I'd ask, if you perhaps could do that,

again, that would be included in the notice.

So everybody seems to be fine with that process. The one thing I want to be abundantly clear is it sounds like there is one of the -- one of the responses to that motion is going to be a request to dismiss. And I assume that having that discussion today, that everybody's fine with that being the response in the sense that it is discussed on the 10th.

Because I think we all know what the facts and circumstances are of the case. I have a pretty good idea what people are going to argue. What I don't know is what they're going to say about the law in terms of absolute right to convert versus the Chapter 11 option or dismissal option. And so it's really a legal question that's going to be briefed more than anything else because I have a lot of briefing on where the case stands that's fairly recent.

So Mr. Fischoff, let me ask you if you have a question, if you have any issue with hearing that request to dismiss that I'm going to get in response to your motion.

MR. FISCHOFF: No, Judge. We will be -- we're willing

22 to consider the two options, conversion or dismissal, on the 1 2 So we'll look forward to the papers from the Freeman 3 plaintiffs and the committee, and we'll be ready on the 10th. 4 THE COURT: All right. 5 MS. STRICKLAND: Your Honor, just one question --THE COURT: 6 Yes. 7 MS. STRICKLAND: -- regarding the other date. So in the event this case is still standing, I was curious whether 8 9 there was a date -- the date that we have, I believe, is 7/23. That was for the lift stay 3.0 or 4.0 or whatever the heck it 10 That's thirteen days past -- it's almost a full two weeks 11 past we were going to have nondischargeability and the motion 12 to compel heard. The motion to compel may also become less 13 relevant since Mr. Giuliani will likely no longer be in charge 14 15 of his own affairs if there is any of the nondismissal relief 16 is granted. But with respect to nondischargeability, I was curious whether there was an earlier date in case dismissal 17 18 does not occur. That's a very fair question. Let me take 19 THE COURT: a look and let you know. Let me consult with Ms. Ebanks, the 20 21 Zen master of the calendar. 22 MS. STRICKLAND: Okay. THE COURT: And then she will send around an email to 23 24 let you know what other dates we have. So that's perfectly 25 fine.

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So what we're going to do, though, I want to make it clear, just in terms of saving people time and expense because we're all here and because there's not enough assets to pay the creditors, is the pens will be down for nondischargeability -I'm sorry. Let me rephrase that. Nondischargeability is not in that group. The pens will be down on the motion to compel, exclusivity, and the lift stay. Until we have a further discussion, nobody will be briefing -- doing any further briefing, filing opposition, replies, whatever it is.

What will be briefed between now and our hearing that's coming up on the 10th is the motion to convert, and I'll get the oppositions on the 8th.

And as to nondischargeability, I believe that's completely briefed, so including bonus letters. So I have all that, so what I will do is get you other dates for that. And so we'll do that -- it's 10:30. We'll do that before noon today, and we'll let you know.

All right. So with that, let me ask anybody has anything else they want to address or if there's anything I've missed in terms of scheduling and trying to be as efficient as possible in the management of the case.

MS. SCHWARTZ: (Indiscernible) Your Honor? Thank you. Andrea Schwartz for the U.S. Trustee, I'm assuming, but it wasn't mentioned here, that the U.S. Trustee can also put papers in with respect to the motion to convert.

24 1 THE COURT: I would think so, yeah. 2 MS. SCHWARTZ: Yeah. 3 THE COURT: I don't see any dissenting voices. There's no virtual hands raised to --4 5 MS. SCHWARTZ: I'm not saying we definitely will. Ι 6 just want to know that we can. 7 THE COURT: No, no, that's absolutely fine and a reasonable thing to ask. Again, the point of today's status 8 9 conference is to try to figure out how to most efficiently handle the circumstances that we have. That's the point. So 10 it's a very reasonable question that's fully in line with our 11 12 conversation. So anything else from the debtor? 13 Or anything else from the committee? 14 15 MR. DUBLIN: Yes, Your Honor. I believe we also have scheduled for the hearing on the 10th the committee's motion 16 for internal compensation procedures for our financial advisor 17 18 TDR and another related matter. I think in some way or shape or form we're going to need to deal with that issue, whether 19 20 the case is converted or dismissed or Chapter 11 trustee is 21 appointed, to ensure that our advisor is able to get paid. 22 I'm perfectly fine with that, but perhaps THE COURT: 23 we don't need the motion for interim comp procedures because 24 the procedures are really going to be dictated by how the rest 25 of the case goes in terms of what Chapter we're in and whether

25 we're here at all. So what I would say is why don't we put 1 that on as a status for the 10th? We can have that 2 3 conversation about where to go from there. Obviously, I 4 understand that people have been working on the case, and we 5 need to figure out how to get those applications teed up. 6 MR. DUBLIN: Thank you, Your Honor. 7 THE COURT: All right. Anything from the Freeman 8 plaintiffs? 9 MS. STRICKLAND: No, Your Honor. Thank you. THE COURT: All right. So unless there's anything 10 from any other party, once again, I want to thank everybody for 11 making the time. And I think this has been a productive call. 12 And we'll get you a date today for the hearing after the 10th 13 for nondischargeability as a holding date. And if anything 14 15 comes up and you all need a conference, you'll just to reach out to the Court. Otherwise, thank you very much, and I wish 16 17 all of you a very nice July 4th. 18 (Whereupon these proceedings were concluded at 10:33 AM) 19 20 21 22 23 24 25

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    River Wolfe (CDLT-265)
    TTA-Certified Digital Legal Transcriber
11
12
    eScribers
13
    7227 North 16th Street, Suite #207
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    Phoenix, AZ 85020
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